

PROCEDURAL RULES FOR OVERSIGHT BOARDS  
BASED ON ROBERT'S RULES OF ORDER (ABRIDGED) AND IN  
COMPLIANCE WITH THE BROWN ACT AND ABX1 26

MEETINGS - TIME AND PLACE OF  
REGULAR AND SPECIAL MEETINGS

REGULAR MEETINGS. The Oversight Board shall provide by resolution, bylaw, or other rule, the time and place for holding regular meetings.

REGULAR MEETINGS, NOTICE. At least 72 hours before a regular meeting, an agenda shall be posted which contains a brief general description of each item of business to be transacted or discussed at the meeting. Pursuant to Health and Safety Code § 34179(f), "All notices required by law for proposed Oversight Board actions shall also be posted on the Successor Agency's Internet Web site or the Oversight Board's Internet Web site."

ADJOURNMENT OF REGULAR MEETING. Any regular meeting may be adjourned to a time and place specified in the order of adjournment.

LACK OF A QUORUM. If less than a quorum is present at any meeting, the members present may adjourn the meeting to a time and place specified in the order of adjournment.

NOTICE OF ADJOURNMENT WHERE NONE OF THE MEMBERS ARE PRESENT. If all members are absent from any regular or adjourned regular meeting, the Clerk or Secretary may declare the meeting adjourned to a stated time and place and shall cause a written notice of the adjournment to be given to each of the members of the Oversight Board in the manner required for special meetings.

POSTING OF NOTICE OR ORDER OF ADJOURNMENT. A copy of the order or notice of adjournment shall be conspicuously posted on or near the door of the place where the regular, adjourned regular, special, or adjourned special meeting was held within twenty-four (24) hours after the time of adjournment.

SPECIAL MEETINGS. A special meeting may be called at any time by the Presiding Officer (Chair) or by a majority of the total membership of the Oversight Board (a vote of at least four members, pursuant to Health and Safety Code § 34179(e)), by delivering written notice to each member of the Oversight Board and to each local newspaper of general circulation and radio or television station requesting notice in writing.

## Procedural Rules for Oversight Boards

**SPECIAL MEETINGS, NOTICE.** Notice for special meetings shall be delivered personally, by email, or by mail at least twenty-four (24) hours before the time of such meeting as specified in the notice, and posted in accordance with the Brown Act and on the Successor Agency's Internet website.

**NOTICE, CONTENTS.** The notice shall specify the time and place of the special meeting and the business to be transacted or discussed. No other business shall be considered at a special meeting.

**MEETINGS SHALL BE PUBLIC.** All meetings of the Oversight Board shall be open and public, and shall be conducted in accordance with the requirements of the Brown Act.

### BUSINESS

**ORDER OF BUSINESS.** The following is usual:

- (1) Call to order/ establishment of quorum;
- (2) Approval of the minutes of the previous meeting;
- (3) Reports of officers and standing committees;
- (4) Specific items/motions requiring action;
- (5) Announcements (optional);
- (6) Public comment; and
- (7) Adjournment.

**MOTIONS MUST BE STATED BY THE CHAIR.** After a motion has been made, the Chair must state the motion before the Oversight Board. The Chair alone puts the motion before the Oversight Board. Alternatively, the Chair may either rule the motion out of order, or state any question on the motion for the benefit of the Oversight Board before consideration and action.

**MODIFICATION OF A MOTION BEFORE DEBATE.** Before a motion is stated or ruled out of order, no debate or other motion is in order, but members may suggest modifications of the motion, and the mover has the right to make modifications or to withdraw his motion. After the motion is stated by the Chair, the mover cannot modify or withdraw his motion without consent of the Oversight Board.

### DEBATING THE MOTION

**WHAT MAY BE DEBATED.** All resolutions, reports, communications, and all motions, except undebatable motions,<sup>1</sup> may be debated before final action is taken.

**DISPOSAL OF MOTION WITHOUT DEBATE.** The Oversight Board may by a majority of the total membership of the Oversight Board (a vote of at least four members, pursuant to Health and Safety Code § 34179(e)) decide to dispose of a resolution, report, communication, or motion without debate.

**SUBJECT MATTER OF DEBATE.** Debate must be limited to the merits of the immediately pending question, except that in a few cases the main question is also opened to debate.<sup>2</sup>

**RIGHT TO DEBATE.** Every member of the Oversight Board has the right to speak on every debatable motion before it is finally acted upon. This right cannot be interfered with except by a motion to limit debate.

**METHOD OF LIMITING DEBATE.** The debate, by a majority of the total membership of the Oversight Board (a vote of at least four members, pursuant to Health and Safety Code § 34179(e)), may be limited to any extent desired. The maker of the motion is entitled to close the debate.

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<sup>1</sup> Undebatable Motions: 1) Adjourn; 2) Take a recess; 3) Suspension of the rules; 4) Objection to the consideration of a question; 5) Lay on the table; 6) Take from the table; 7) Motions to close, limit, or extend the limits of debate; 8) Amend an undebatable motion; 9) Reconsider an undebatable motion; and 10) Dispense with reading the minutes.

<sup>2</sup> Motions that Open the Main Question to Debate: 1) Postpone indefinitely and 2) Reconsider a debatable question.

### VOTING ON THE MOTION

**CALLING THE QUESTION.** When the debate appears to the Chair to be finished, he should inquire as to whether the Oversight Board is ready for the questions. If, after a reasonable pause, no one claims the floor, the Chair may proceed to put the question to vote and to take the vote on the question.

**STATEMENT OF THE QUESTION.** In stating the question, the Chair should make perfectly clear what the question is that the Oversight Board is to decide.

**ORDER OF VOTE.** The Chair must first call for the affirmative and then the negative votes and abstentions.

**MAJORITY VOTE.** Pursuant to Health and Safety Code § 34179(e), "a majority of the total membership of the oversight board is required for the oversight board to take action." A majority is at least four votes cast by Oversight Board members.

**TIE VOTE.** On a tie vote, the motion fails.

**DUTY OF THE CHAIR TO VOTE.** The Chair, as a member of the Oversight Board, has the same duty as any other member to vote on every question submitted to the Oversight Board.

**VOTE MUST BE ANNOUNCED.** The Chair must announce the vote. Announcing the vote is a necessary part of putting the question, and the vote does not go into effect until announced.

**METHOD OF ANNOUNCING THE VOTE.** In announcing the vote the Chair should state first whether the motion is carried or lost; second, what is the effect or result of the vote; and third, what is the immediately pending business, if any.

### MINUTES

**MINUTES ARE THE OFFICIAL RECORD OF THE PROCEEDINGS OF THE OVERSIGHT BOARD.** Minutes are to be a record of what was *done* at a meeting, not what was *said* by the members. It is a summary of what transpired, not a transcript.

**OPEN FOR INSPECTION.** The minutes of the Oversight Board meetings are public records.

## MOTIONS

**MAIN MOTION.** This motion is necessary to bring up a particular subject. It cannot be made when any other question is before the Oversight Board, and it yields to all privileged, incidental, and subsidiary motions, i.e., any of those motions can be made while a main motion is pending. A main motion is debatable, subject to amendment, and can have any subsidiary motion applied to it. A main motion requires for its adoption a majority vote.

**SUBSIDIARY MOTION.**<sup>3</sup> This motion is applied to another motion for the purpose of disposing of it. Thus, by means of this motion, the original motion may be changed, action may be postponed, etc. When applied to any main motion, it supersedes the main motion and must be decided before the main motion can be acted upon. With the exception of the motion to amend and those motions affecting the limits of debate, the subsidiary motion cannot be applied to a subsidiary, incidental, or privileged motion. And with certain exceptions,<sup>4</sup> the subsidiary motion may be amended. A motion to amend anything which has already been adopted is not a subsidiary motion but is a main motion.

**INCIDENTAL MOTION.**<sup>5</sup> This motion arises with relation to a pending motion and therefore must be decided before the motion out of which it arose is acted upon. It yields to a privileged motion and to the motion to lay on the table. It is undebatable and cannot be amended.

**PRIVILEGED MOTION.**<sup>6</sup> This is the highest ranking motion, used to bring an important and urgent matter before the Oversight Board. Although it has no relation to the pending question, it takes precedence over all other motions, and thus it is undebatable and, with certain exceptions,<sup>7</sup> cannot have any subsidiary motion applied to it.

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<sup>3</sup> Subsidiary Motions: (Arranged in the order of their precedence; when one of these motions is the immediate question, every motion above it is in order and every one below it is out of order.) 1) Lay on the table; 2) The previous question; 3) Limit or extend limits of debate; 4) Postpone definitely, or to a certain time; 5) Commit or refer, or recommit to committee or otherwise; 6) Amend; and 7) Postpone indefinitely.

<sup>4</sup> Unamendable Subsidiary Motions: 1) Lay on the table; 2) The previous question; and 3) Postpone indefinitely.

<sup>5</sup> Incidental Motions: 1) Questions of order; 2) Suspension of the rules; 3) Objection to the consideration of a matter; and 4) Requests growing out of business pending or that has just been pending; as, a parliamentary inquiry, a request for information, for leave to withdraw a motion; to read papers, to be excused from a duty, or for any other privilege

<sup>6</sup> Privileged Motions: 1) Fix the time to which to adjourn (if made while another question is pending); 2) Adjourn (when unqualified); 3) Take a recess (if made when another question is pending); and 4) Raise a question of privilege.

<sup>7</sup> The Following Privileged Motions Can Be Amended: 1) Fix the time to which to adjourn, and 2) Take a recess.

## OFFICERS AND THEIR DUTIES

**PRESIDING OFFICER (Chair).** The Chair's duties are generally as follows: To open the session, by taking the chair and calling the members to order; to announce the business before the Oversight Board in the order in which it is to be acted upon; to recognize members entitled to the floor; to recognize members of the public who wish to address the Oversight Board; to state and to put to vote all questions which are regularly moved or which arise in the course of the proceeding and to announce the result of the vote; to protect the Oversight Board from the annoyance of frivolous or dilatory motions by refusing to recognize them; to assist in the expediting of business in every way compatible with the rights of the members, as by allowing brief remarks when undebatable motions are pending if the Chair thinks it is advisable; to restrain the members when engaged in debate, within the rules of order; to enforce the observance of order and decorum among the members, deciding all questions of order unless when in doubt the Chair prefers to submit the question for the decision of the Oversight Board; to inform the Oversight Board on any point of order or practice pertinent to pending business; to authenticate, by signature, when necessary, all the acts, orders, and proceedings of the Oversight Board.

In addition, the Chair shall possess the powers, and perform the duties prescribed, as follows:

- a. Assign seats for the use of the Oversight Board members;
- b. Preserve order and decorum and prevent demonstrations;
- c. Assure that attendants of the public at meetings shall be limited to that number which can be accommodated by the seating facilities regularly maintained therein. No standees shall be permitted;
- d. Allocate the length of time for public discussion of any matter in advance of such discussion, with the concurrence of the Oversight Board;
- e. Allocate equal time to opposing sides insofar as possible taking into account the number of persons requesting to be heard on any side;
- f. Limit the amount of time that a person may address the Oversight Board during a public discussion period in order to accommodate those persons desiring to speak and to facilitate the business of the Oversight Board.

If a Vice Chair is elected, the Vice Chair, in the absence or incapacity of the Chair, shall perform the duties of the Chair. Should the office of the Chair become vacant, the Vice Chair shall perform the duties of the Chair until the Oversight Board members elect a new Chair.

## Procedural Rules for Oversight Boards

**SECRETARY OR CLERK.** The secretary or clerk is the recording officer of the Oversight Board and the custodian of the records. The secretary or clerk is also obligated to keep a roll of the members and to call the roll, to notify officers of their appointments, and to furnish the staff of the Successor Agency with all papers referred to them. The secretary or clerk should send out all proper notices of all called meetings and conduct the correspondence of the organization. The secretary or clerk should make out an order of business for each meeting. In the absence of the Chair and if there is no Vice Chair, the secretary should call the meeting to order and preside until the election of Chair, pro tem, which should take place immediately. The Oversight Board may designate the staff of the Successor Agency or other entity to perform the responsibilities of the secretary or clerk.

**DEPARTMENT OF FINANCE CONTACT.** The Oversight Board shall designate a member of the Oversight Board or member of the staff of the Successor Agency to serve as the Department of Finance contact person (Department Contact). The Chair shall direct the secretary, clerk, or other person to provide the Department of Finance with the telephone number and email of the Department Contact.

### ELECTION AND TERMS OF OFFICERS

The Chair and Vice Chair (if a Vice Chair is elected) shall be elected from among the members of the Oversight Board.

The Oversight Board members may appoint such other officers (permanent, acting, or temporary) as may be appropriate. The members may fix and determine the qualifications and duties of the officers.

The Chair and Vice Chair (if a Vice Chair is elected) shall be elected at the first meeting of the Oversight Board. Should any of the offices of Chair or Vice Chair become vacant, the Oversight Board shall elect a successor at the next regular meeting. The Chair and Vice Chair shall hold such offices until successors are elected and assume office.

PROTOCOLS REGARDING PUBLIC PARTICIPATION

**REQUESTS TO ADDRESS THE OVERSIGHT BOARD ON AN AGENDA ITEM.** A person requesting to address the Oversight Board will be allowed a total of three (3) minutes per meeting unless the time is adjusted by the Chair as deemed appropriate given the nature of the matter. Requests to be heard must be submitted to the Oversight Board through the use of an approved "Speaker Request" form before the item is called.

Speaker Request forms shall request the following information:

- The name of the Oversight Board
- Agenda item number to be discussed, or Public Comment
- If the speaker is in favor/opposed to the agenda item
- Speaker's name (optional)
- Speaker's telephone number (optional)
- Speaker's address (optional)
- Name of organization (if applicable)
- A brief summary of the speaker's position on the matter

**ADDRESSING THE OVERSIGHT BOARD.** No person shall address the Oversight Board until he/she has first been recognized by the Chair. The decision of the Chair to recognize or not recognize a person may be changed by order of the Oversight Board. The Chair may, in the interest of facilitating the business of the Oversight Board, limit or expand the amount of time which a person may use in addressing the Oversight Board.

**USE OF CELL PHONES AND PAGERS DURING BOARD MEETINGS.** All pagers and cell phones belonging to the public, press, or personnel must be placed on vibrate mode or be turned off while an Oversight Board meeting is in session.

**PUBLIC COMMENT - NON-AGENDA ITEMS.** Notwithstanding any other provision of these rules, members of the public shall have the right to address the Oversight Board on items of interest, which are within the subject matter jurisdiction of the Oversight Board. A person requesting to address the Oversight Board on a non-agenda item will be allowed up to three (3) minutes per meeting. A person addressing the Oversight Board shall avoid disruptive behavior whether commenting on an agenda or non-agenda item.

ROBERT'S RULES OF ORDER

**ROBERT'S RULES OF ORDER.** The proceedings of the Oversight Board shall be governed by the provisions of law applicable thereto and, except as herein otherwise provided, by Robert's Rules of Order, newly revised. Provided, further, that the failure to follow the Rules of Order or these rules shall not invalidate any action taken.

(rev. 4/2012)